

## **Assessment of Alior Bank's adherence to the 2024 Corporate Governance Principles for Supervised Institutions issued by the Polish Financial Supervision Authority on 22 July 2014.**

According to the Polish Financial Supervision Authority, the Principles of Corporate Governance should be adopted by supervised institutions, thereby becoming an essential policy paper as part of their strategic corporate policy and influencing the formulation of appropriate principles of conduct for supervised institutions.

A supervised institution should endeavour to implement the principles laid down in the Corporate Governance Principles to the greatest practicable extent while having due regard to the principle of proportionality arising from the size and nature of its activities as well as from the specific characteristics of the institution.

The Polish Financial Supervision Authority also reviews the Bank's adherence to the Corporate Governance Principles on an annual basis as part of the BION process.

As far as Alior Bank S.A. is concerned, the Corporate Governance Principles are implemented by virtue of Resolution No. 89/2014 of the Supervisory Board of the Bank dated 29 December 2014 and Resolution No. 25/2015 of the Annual General Meeting of the Bank dated 25 May 2015.

As required by the Polish Financial Supervision Authority, the Bank publishes on its website either a notice on the implementation of the Corporate Governance Principles or a notice of non-implementation of certain principles.

With a view to fulfilling the requirements set out in § 27 of the Corporate Governance Principles for Supervised Institutions:

“A supervisory body shall perform regular assessment of the application of the principles introduced herein, and the result of the assessment shall be made available on the supervised institution's website and submitted to the remaining bodies of the supervised institution”.

an investigation was conducted into Alior Bank S.A.'s adherence in 2024 to the Corporate Governance Principles for Supervised Institutions issued by the Financial Supervision Authority on 22 July 2014 in reliance on information and documents provided by the entities in charge of implementing the individual Principles. The Supervisory Board assessed the Bank's adherence in 2024 to the Corporate Governance Principles for Supervised Institutions, as articulated in Resolution No. 30/2025 of 03 March 2025.

The analysis of the adherence to the Principles in 2024, performed by relying on the information provided by the entities in charge of the implementation of the individual Principles and the verification of the Principles selected by the Compliance Department, concluded that in 2024:

1. The Bank adhered to 157 principles
2. The Bank did not adhere to 1 principle (paragraph 8.4)
3. The Bank is not covered by 9 principles (paragraphs 49.4, 52.2 and 53-37)

**Principle not implemented by the Bank and principles not relevant to the Bank:**

Principle No.	Provision	Justification
§ 8.4	A supervised institution, when justified by the number of shareholders, should strive for facilitating the participation of all shareholders in the meeting of the General Meeting of the supervised institution, among others, through ensuring the possibility of electronic active participation in the meetings of the General Meeting	<b>IS NOT APPLIED. JUSTIFICATION:</b> The convening and holding of the General Meetings of Alior Bank S.A. complies with the regulations applicable to public companies and the Best Practice and Corporate Governance Principles to the extent consistent with the expectations of the bank's shareholders. Given the need to perform multiple technical and organisational measures and the involved costs and risks, as well as little experience of the market in this regard, the Bank has not currently opted for providing the shareholders with real-time communication capability whereby shareholders would be able to speak at a General Meeting from a location other than the place of deliberations.
§ 49.4	In a supervised institution, where there is no internal audit unit or compliance unit, the entitlements referred to in items 1-3 shall be held by the people responsible for performance of those functions.	<b>NOT APPLICABLE. JUSTIFICATION:</b> The Audit Department and the Compliance Department are separated within the Bank.
§ 52.2	In a supervised institution, where there is no audit unit or compliance assurance unit, and where no unit responsible for that area has been appointed, the information referred to in item 1 shall be submitted by the people responsible for fulfilling those functions.	<b>NOT APPLICABLE. JUSTIFICATION:</b> The Audit Department and the Compliance Department are separated within the Bank.
§ 53 – § 57	Chapter 9 Execution of Rights Resulting from Assets Acquired at Client's Risk.	<b>NOT APPLICABLE. JUSTIFICATION:</b> The Bank does not conduct activities in managing assets at client's risk.